

AGENDA
CORPORATIONS COMMITTEE

L.A. Airport Marriott
Friday, February 3, 2006
9:30 a.m. to 12:30 p.m.

I. ADMINISTRATIVE MATTERS [10 MIN.]

1. Opening remarks and announcements: Stokdyk/Gemello
2. Approval of minutes: Willner
3. March Meeting Details: Delfino

II. AGENCY AND LIAISONS' REPORTS [50 MIN.]

1. Securities and Exchange Commission: Tyson
2. NASD: Webber
3. Department of Corporations: LeBas/Monahan
4. Secretary of State: Bogart
5. Office of Governmental Affairs: Doyle
6. BLS Committee liaison reports
 - Corporate Law Departments: Harmon
 - Cyberspace Law: Wood
 - Financial Institutions: Occhiolini
 - Non-Profit Corporations: Sawyers
 - Partnerships and LLCs: Skinner
 - UCC: Hong
 - Executive Committee: Hazen

III. SUBCOMMITTEE REPORTS [60 MIN.]

1. Legislation: Delfino
 - ALP re Jury Waivers (Section 631): Delfino/Hsu/Occhiolini/Sostrin
 - ALP re Corporate Disclosure Act: Deming/Gemello/Hanson/Stokdyk
 - SB 1183: Delfino
 - SB 1207: Delfino
2. Communications/Website: Serepca/Sostrin
 - Extranet
 - Website
 - E-bulletins

3. Education/Publications: Weakley
 - Report on SEI Program: Serepca/Skinner
 - BLN Article – 2005 Legislative Update: Davis
 - BLN Article – 2005 Opinion Report: Gemello/Wong
 - CLE Teleconference on Shareholder Voting (Updated Date: 2/22): Bishop
 - Program Topic Submissions for October 2006 Meeting: Weakley
 - Corporate Law Department Teleconference on Attorney-Client Privilege: Harmon/Wood/Hazen
 - Legal Handbook for Incorporating a Business in California: Weakley
4. Litigation: Wood

IV. ONGOING PROJECTS [50 MIN.]

1. National Venture Capital Association Model Forms: Skinner/Weakley
2. Close Corporation Model Act adoptions: Serepca
3. ABA Task Force on Attorney-Client Privilege: Wood
 - E-bulletin re: Survey: Hazen
4. Venture Capital Opinion Project: Heinecke/Skinner/Thompson/Gemello
5. Section 215 Project: Lebrecht/Serepca/Deming

V. NEW BUSINESS [10 MIN.]

1. March leadership retreat in Monterrey
2. Section 307(b) Project: Serepca